

**SOCIETY OF FIRE PROTECTION ENGINEERS
SOUTHERN CALIFORNIA CHAPTER CONSTITUTION**

ARTICLE I - NAME AND ORGANIZATION

Section 1 - The name of the organization is the "SFPE Southern California Chapter," and is herein referred to as "the Chapter." The chapter is chartered by the Society of Fire Protection Engineers (SFPE), a not-for-profit corporation headquartered in Gaithersburg, Maryland, USA, and herein referred to as "the Society."

ARTICLE II - OBJECTIVE

Section 1 - The objective of the Chapter shall be to advance the mission of SFPE, which is to define, develop and advance the use of engineering best practices; expand the scientific and technical knowledge base; and educate the global fire safety community, in order to reduce fire risk.

Section 2 - The Chapter shall not speak for the Society on any local or national matters without specific written authorization from the Society

Section 3 - The geographic area served by the chapter shall be Southern California, including the following counties: San Luis Obispo, Santa Barbara, Ventura, Riverside, Los Angeles, Orange, and San Bernardino.

Section 4 - The Chapter shall abide by the Constitution and By-laws and Standing Rules of the Society.

ARTICLE III - MEMBERSHIP

Section 1 - Membership in the Chapter shall be open to individuals who are eligible for Fellows, Professional Members, Members, and Student Members of the Society, as well as other individuals who may be interested and engaged in the SFPE mission. Membership shall include primarily individuals residing or working in the geographic area served by the chapter.

Section 2 - Rights and privileges of Chapter membership, including full voting privileges and right to serve as an officer or board member of the chapter, are conferred on all Chapter members in good standing .

Section 3 - Chapter members who become ineligible due to loss of membership in the Chapter shall forfeit their voting privileges in the Chapter but may have these reinstated if they remedy the condition.

Section 4 - By action of the Chapter's Board of Directors, after due notice and hearing, if a hearing is requested by the Chapter member, Chapter membership may be terminated if the Chapter's Board of Directors finds the individual guilty of unethical professional conduct, conduct prejudicial to the best interest of the Chapter, or of falsification of membership application. Any individual whose Chapter membership has been suspended or terminated may apply for reinstatement and the Chapter's Board of Directors shall in any such case specify the procedure to be followed.

Section 5 - Chapter "Member with Honor" may be conferred upon a Chapter member by the Executive Committee. Nominees for Chapter "Member with Honor" shall have been Chapter Members in good standing for 15 years and shall be retired. Service in another chapter can be considered towards the time requirement. Chapter dues will be waived, and such Members shall be entitled to all Chapter privileges.

ARTICLE IV - CHAPTER LEADERSHIP

Section 1 - The affairs of the Chapter are managed by its Board of Directors. It is the Board's duty to carry out the goals and objectives of the Chapter and, to this end, it may exercise all powers of the Chapter. The Board of Directors is subject to the restrictions and obligations set forth in this Constitution and Bylaws, as well as the Society's Constitution and Bylaws, Standing Rules, policies and procedures, and code of ethics.

Section 2 - There shall be a Board of Directors consisting of the officers, the most recent Past-President active in the Chapter, and four members elected at-large. At-large members shall serve renewable one-year terms, hereby after referred to as "the Board." Members at-large shall be elected by the Chapter membership and may serve multiple terms

Section 3 – The Executive Committee shall be comprised of the Chapter officers: President, First Vice-President, Second Vice-President, Secretary, and Treasurer. Officers shall be elected by the Chapter membership and shall hold office for one year, or until their successors are elected and qualified. All officers shall serve without salary.

Section 4 - Except for the Treasurer, no officer or member of the Executive Committee shall serve for more than two consecutive terms in any one elective office, beginning with election at a Chapter Annual Meeting.

Section 5 - Vacancies in office may be filled until the next election by majority vote of the Executive Committee.

ARTICLE V - DUTIES OF BOARD, OFFICERS AND EXECUTIVE COMMITTEE

Section 1 - It shall be the duty of the President to preside at all meetings and perform such other duties usual to the office. The President shall call meetings of the Executive Committee at his/her discretion, or at the request of three or more members of the Executive Committee, and may appoint special or standing committees, subject to the approval of the Executive Committee, as occasion may require. If, for any reason, the President is not available, such powers and prerogatives shall be exercised by the First Vice-President, or by the Second Vice-President, if the First Vice-President is unavailable to address matters requiring urgent consideration.

The First Vice-President shall be Chairman of the Membership Committee and shall oversee the register of the members of the Chapter on the website.

The Second Vice-President shall be Chairman of the Program Committee and shall be responsible for the issuance of all meeting notices, which shall be sent out at least two weeks before each meeting and posted on the website.

Section 2 - It shall be the duty of the Secretary to record all official actions of the Chapter and to perform the duties usual to the office. The Secretary shall submit any required reports to the Secretary-Treasurer of the Society as requested.

Section 3 - It shall be the duty of the Treasurer to collect all Chapter dues, pay disbursements as authorized by the Executive Committee, prepare an annual budget, and maintain all financial records and reports for the Chapter.

Section 4 - The President and First Vice-President shall be Chairman and Vice Chairman, respectively, of the Board. The Board shall meet at least quarterly, and a majority of the Board will constitute a quorum at any meeting.

Section 5 - It shall be the duty of the Board to act on any items submitted for its consideration. Actions will be reported to the Chapter for information or further action, as appropriate.

ARTICLE VI - EXPENDITURES AND APPROPRIATIONS

Section 1 - The Executive Committee may authorize expenditures up to 25% of the Chapter's available funds. Expenditures exceeding 25% of such funds shall be approved by the membership at a regular or special meeting.

Section 2 - The Chapter will in no way incur financial obligations upon the Society without specific written approval of the Board of Directors of the Society.

ARTICLE VII - MEETINGS

Section 1 - Regular business meetings shall be held (2nd Monday of the month), either in person or virtually as designated by the Executive Committee. No meetings will be held in July or August, unless agreed to by the Executive Committee. In case of a special meeting, at least 10 days' notice will be given to Chapter members.

Section 2 - In order to transact business at any general meeting of the Chapter, there shall be at least 10 voting members or 20% of the total Chapter voting membership present (whichever is greater). For the Board and Executive Committee meetings, at least 50% shall be present.

Section 3 - Roberts' Rules of Order shall govern the transaction of business at all meetings, unless they are inconsistent with these Articles.

ARTICLE VIII - ELECTION OF OFFICERS

Section 1 - A Nominating Committee shall be appointed in January by the President, with the approval of the Executive Committee. That committee shall submit a list of nominees for all officers and vacancies on the Executive Committee in March. No name shall be submitted without that nominee's consent. The President shall present the list of nominees to the membership, and shall call for any other nominations from the floor, in April. In the event there is more than one nominee for any office, the election for that office shall be by secret ballot. Elections shall be held at the Annual Chapter Business Meeting in May.

Section 2 - Newly elected officers and Board members at-large will be installed at the June business meeting.

ARTICLE IX - DUES

Section 1 - The annual Chapter dues for members and those on the Guest List will be set by the Executive Committee during the summer the Board of Directors planning meeting. Membership dues shall be for one 12 month period from the date of enrollment/payment. Memberships renewed within 6 months after expiration of the current membership year will be extended from the expiration date.

Section 2 - Any member whose Chapter dues are unpaid shall be considered to be not in good standing, and shall not be entitled to vote, hold office, or enjoy other privileges of Chapter membership, provided such member has been duly notified.

ARTICLE X - AMENDMENTS TO THE CONSTITUTION

Section 1 - These Articles may be amended at any regular meeting in which a quorum is present, by a two-third s vote of the eligible voting members present, provided such proposed amendment(s) has been approved by the Chapter's Board of Directors, and at least thirty days' notice has been given to all members. Proposals for amendments shall be submitted in writing (email format will suffice) to the membership or posted on the Chapter website.

Section 2 - In compliance with the Society Constitution, approved amendments and the revised Chapter Constitution and Bylaws shall be submitted to the Board of Directors of the Society for final approval.

ARTICLE IX –DISSOLUTION OF THE CHAPTER

Section 1 - If the membership of the Chapter votes and approves the dissolution of the Chapter, the President of presiding officer shall notify the Society.

Section 2 - Upon the dissolution of the Chapter, assets shall be distributed for one or more purposes within the meaning of the section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or a state or local government, for a public purpose. For the purposes of dissolution, assets of the chapter shall be conveyed to a not-for-profit such as the SFPE Educational & Scientific Foundation which is currently a section 501(c)3 organization if they are exempt at the time of dissolution.